

United States Bankruptcy Court District of Maine		Voluntary Petition																																																														
Name of Debtor (if individual, enter Last, First, Middle): Montreal Maine & Atlantic Railway Ltd.		Name of Joint Debtor (Spouse) (Last, First, Middle):																																																														
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):																																																														
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all) 11-3660859		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)																																																														
Street Address of Debtor (No. and Street, City, and State): 15 Iron Road Hermon, ME		Street Address of Joint Debtor (No. and Street, City, and State):																																																														
ZIP Code 04401		ZIP Code																																																														
County of Residence or of the Principal Place of Business: Penobscot		County of Residence or of the Principal Place of Business:																																																														
Mailing Address of Debtor (if different from street address):		Mailing Address of Joint Debtor (if different from street address):																																																														
ZIP Code		ZIP Code																																																														
Location of Principal Assets of Business Debtor (if different from street address above):																																																																
Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input checked="" type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input type="checkbox"/> Other																																																														
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:		TAX-EXEMPT ENTITY (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).																																																														
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 <i>(amount subject to adjustment on 4/01/16 and every three years thereafter)</i> . Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).																																																														
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.																																																																
Estimated Number of Creditors <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 12.5%; text-align: center; padding: 2px;"><input type="checkbox"/></td> <td style="width: 12.5%; text-align: center; padding: 2px;"><input type="checkbox"/></td> <td style="width: 12.5%; text-align: center; padding: 2px;"><input type="checkbox"/></td> <td style="width: 12.5%; text-align: center; padding: 2px;"><input checked="" type="checkbox"/></td> <td style="width: 12.5%; text-align: center; padding: 2px;"><input type="checkbox"/></td> </tr> <tr> <td style="text-align: center; padding: 2px;">1- 49</td> <td style="text-align: center; padding: 2px;">50- 99</td> <td style="text-align: center; padding: 2px;">100- 199</td> <td style="text-align: center; padding: 2px;">200- 999</td> <td style="text-align: center; padding: 2px;">1,000- 5,000</td> <td style="text-align: center; padding: 2px;">5,001- 10,000</td> <td style="text-align: center; padding: 2px;">10,001- 25,000</td> <td style="text-align: center; padding: 2px;">25,001- 50,000</td> <td style="text-align: center; padding: 2px;">50,001- 100,000</td> <td style="text-align: center; padding: 2px;">OVER 100,000</td> </tr> </table> Estimated Assets <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 12.5%; text-align: center; padding: 2px;"><input type="checkbox"/></td> <td style="width: 12.5%; text-align: center; padding: 2px;"><input checked="" type="checkbox"/></td> <td style="width: 12.5%; text-align: center; padding: 2px;"><input type="checkbox"/></td> <td style="width: 12.5%; text-align: center; padding: 2px;"><input type="checkbox"/></td> <td style="width: 12.5%; text-align: center; padding: 2px;"><input type="checkbox"/></td> </tr> <tr> <td style="text-align: center; padding: 2px;">\$0 to \$50,000</td> <td style="text-align: center; padding: 2px;">\$50,001 to \$100,000</td> <td style="text-align: center; padding: 2px;">\$100,001 to \$500,000</td> <td style="text-align: center; padding: 2px;">\$500,001 to \$1 million</td> <td style="text-align: center; padding: 2px;">\$1,000,001 to \$10 million</td> <td style="text-align: center; padding: 2px;">\$10,000,001 to \$50 million</td> <td style="text-align: center; padding: 2px;">\$50,000,001 to \$100 million</td> <td style="text-align: center; padding: 2px;">\$100,000,001 to \$500 million</td> <td style="text-align: center; padding: 2px;">\$500,000,001 to \$1 billion</td> <td style="text-align: center; padding: 2px;">More than \$1 billion</td> </tr> </table> Estimated Liabilities <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 12.5%; text-align: center; padding: 2px;"><input type="checkbox"/></td> <td style="width: 12.5%; text-align: center; padding: 2px;"><input checked="" type="checkbox"/></td> <td style="width: 12.5%; text-align: center; padding: 2px;"><input type="checkbox"/></td> </tr> <tr> <td style="text-align: center; padding: 2px;">\$0 to \$50,000</td> <td style="text-align: center; padding: 2px;">\$50,001 to \$100,000</td> <td style="text-align: center; padding: 2px;">\$100,001 to \$500,000</td> <td style="text-align: center; padding: 2px;">\$500,001 to \$1 million</td> <td style="text-align: center; padding: 2px;">\$1,000,001 to \$10 million</td> <td style="text-align: center; padding: 2px;">\$10,000,001 to \$50 million</td> <td style="text-align: center; padding: 2px;">\$50,000,001 to \$100 million</td> <td style="text-align: center; padding: 2px;">\$100,000,001 to \$500 million</td> <td style="text-align: center; padding: 2px;">\$500,000,001 to \$1 billion</td> <td style="text-align: center; padding: 2px;">More than \$1 billion</td> </tr> </table>				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1- 49	50- 99	100- 199	200- 999	1,000- 5,000	5,001- 10,000	10,001- 25,000	25,001- 50,000	50,001- 100,000	OVER 100,000	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion									
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THIS SPACE IS FOR COURT USE ONLY																																																																

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Montreal Maine & Atlantic Railway Ltd.
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)		
Location Where Filed: - None -	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)		
Name of Debtor: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:
Exhibit A		Exhibit B
(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		(To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.		X _____ Signature of Attorney for Debtor(s) (Date)
Exhibit C		
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?		
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.		
Exhibit D		
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)		
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.		
If this is a joint petition:		
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.		
Information Regarding the Debtor - Venue		
(Check any applicable box)		
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.		
Certification by a Debtor Who Resides as a Tenant of Residential Property		
(Check all applicable boxes)		
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)		
<hr/> (Name of landlord that obtained judgment)		
<hr/> (Address of landlord)		
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).		

B1 (Official Form 1)(04/13)

Voluntary Petition

(This page must be completed and filed in every case)

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
 [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
 [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Debtor

X

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney***X** /s/ Roger A. Clement, Jr.

Signature of Attorney for Debtor(s)

Roger A. Clement, Jr. 7421

Printed Name of Attorney for Debtor(s)

Verrill Dana, LLP

Firm Name

One Portland Square**P.O. Box 586****Portland, ME 04112-0586**

Address

207-774-4000 Fax: 207-774-7499

Telephone Number

August 7, 2013

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Robert C. Grindrod

Signature of Authorized Individual

Robert C. Grindrod

Printed Name of Authorized Individual

President & CEO

Title of Authorized Individual

August 7, 2013

Date

Name of Debtor(s):

Montreal Maine & Atlantic Railway Ltd.**Signatures****Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X

Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

X

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person,or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
District of Maine

In re	Montreal Maine & Atlantic Railway Ltd.	Case No. Chapter
		<hr/> Debtor(s) <hr/> 11 <hr/>

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
New Brunswick Southern Railway Company Limited P.O. Box 5777 Saint John, NB E2L 4M3 CANADA	P.O. Box 5777 St. John, NB, CANADA E2L 4M3 506-632-6314	This claim is against Montreal, Maine & Atlantic Canada Co.	Disputed	1,988,570.72
Rail World, Inc. 6400 Shafer Court, Suite 275 Des Plaines, IL 60018	Edward A. Burkhardt, President and CEO 6400 Shafer Court, Suite 275 eaburkhardt@railworld-inc.com Des Plaines, IL 60018 773-714-8669	Basis of claim is indemnification and/or contribution in connection with wrongful death litigation and other claims.		785,958.88
Flex Leasing I, LLC SDS 12-2315 P.O. Box 86 Minneapolis, MN 55486-0086	SDS 12-2315 P.O. Box 86 Minneapolis, MN 55486-0086			668,862.91
Canadian Pacific Railway Co. Lock Box M101979 P.O. Box 2078, Station B Montreal, PQ H3B 4H4 CANADA	E. Hunter Harrison, CEO Lock Box M101979 P.O. Box 2078, Station B Montreal, PQ, CANADA H3B 4H4 1-800-319-7000	This claim is against Montreal, Maine & Atlantic Canada Co.	Disputed	541,299.48
Valero Marketing & Supply One Valero Way San Antonio, TX 78249-1616	Bill Klesse, Chairman and CEO One Valero Way San Antonio, TX 78249-1616 210-345-2000/Fax 210-345-2646			316,128.75
Rail World Locomotive Leasing 6400 Shafer Court, Suite 275 Des Plaines, IL 60018	Edward A. Burkhardt, President and CEO 6400 Shafer Court, Suite 275 eaburkhardt@railworld-inc.com Des Plaines, IL 60018 773-714-8669			221,047.52

B4 (Official Form 4) (12/07) - Cont.

In re Montreal Maine & Atlantic Railway Ltd.

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Gowling Lafleur Henderson LLP 1 Place Ville Marie 37th Floor Montreal, PQ H3B 3P4 CANADA	Denise St-Onge scott.jolliffe@gowlings.com 1400, 700 - 2nd Street SW Calgary, AB, CANADA T2P 4V5 416-862-5400	This claim is against Montreal, Maine & Atlantic Canada Co.	Disputed	105,155.08
Cattron Theimeg Box 200477 Pittsburgh, PA 15251-0477	Box 200477 Pittsburgh, PA 15251-0477 724-962-4310			99,047.00
Petro Sud-Ouest Inc. 619, Laurent Granby PQ J2G 8Y3 CANADA	619 Laurent Granby, PQ, CANADA J2G 8Y3	This claim is against Montreal, Maine & Atlantic Canada Co.	Disputed	90,603.00
Ville De Sherbrooke 145 Rue Wellington Nord C.P. 610 Sherbrooke, QC J1H 5H9 CANADA	145 Rue Wellington Nord C.P. 610 Sherbrooke, QC, CANADA J1H 5H9	This claim is against Montreal, Maine & Atlantic Canada Co.	Disputed	86,742.19
RWC, Inc. 248 Lockhouse Road P.O. Box 876 Westfield, MA 01086-0876	248 Lockhouse Road P.O. Box 876 Westfield, MA 01086-0876			86,199.00
St. Lawrence & Atlantic RR M2118, Case Postale 11500 Succursale Centre-Ville Montreal, PQ H3C 5N7 CANADA	M2118, Case Postale 11500 Succursale Centre-Ville Montreal, PQ, CANADA H3C 5N7	This claim is against Montreal, Maine & Atlantic Canada Co.	Disputed	83,610.12
Maine Northern Railway P.O. Box 905, Station A 71 Alison Boulevard Fredericton, NB E3B 5B4 CANADA	P.O. Box 905, Station A 71 Alison Boulevard Fredericton, NB, CANADA E3B 5B4			83,098.07
AC Electric Corp. 120 Merrow Road P.O. Box 1508 Auburn, ME 04211-1508	Dan Parsons, President & CEO dparsons@acelec.com 120 Merrow Road P.O. Box 1508 Auburn, ME 04211-1508 1-800-660-7341			78,942.78
Debroussailleurs GSL, Inc. 5646 Chemin Saint-Remi St-Adien-De-Ham, PQ J0A 1C0 CANADA	5646 Chemin Saint-Remi St-Adien-De-Ham, PQ, CANADA J0A 1C0 1-819-828-2880	This claim is against Montreal, Maine & Atlantic Canada Co.	Disputed	77,085.00
Helm Financial Corporation Lock Box 13499 13499 Collections Center Drive Chicago, IL 60693	Lockbox 13499 13499 Collections Center Drive Chicago, IL 60693			75,900.00

B4 (Official Form 4) (12/07) - Cont.

In re Montreal Maine & Atlantic Railway Ltd.

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Maine, State of Maine Revenue Service P.O. Box 9107 Augusta, ME 04332-9107	Stanley D. Campbell, Deputy Director P.O. Box 9107 Augusta, ME 04332-9107 207-624-9595	Lien Notice 4017904121206		68,499.08 (0.00 secured)
Canadian Pacific Railway P.O. Box 2078 Station B Montreal, QC H3B 4H4 CANADA	E. Hunter Harrison, CEO P.O. Box 2078 Station B Montreal, QC, CANADA H3B 4H4 1-403-319-7000			60,925.70
Gowling Lafleur Henderson LLP 1400, 700 - 2nd Street S.W. Calgary, AB T2P 4V5 CANADA	R. Scott Jolliffe, Chair and CEO 1400, 700-2nd Street, SW scott.jolliffe@gowlings.com Calgary, AB, CANADA T2P 4V5 416-862-5400	This claim is against Montreal, Maine & Atlantic Canada Co.	Disputed	59,905.32
Progress Rail Services 24601 Network Place Chicago, IL 60673-1246	William P. Ainsworth, CEO 24601 Network Place Chicago, IL 60673-1246 800-476-8769			55,323.46

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the President & CEO of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date August 7, 2013

Signature /s/ Robert C. Grindrod
Robert C. Grindrod
President & CEO

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

Abercorn, Village
10, Chemin Des Eglises Ouest
Abercorn, QC J0E 1B0
CANADA

AC Electric Corp.
120 Merrow Road
P.O. Box 1508
Auburn, ME 04211-1508

Acadian Springs
466 North Perley Brook Road
Fort Kent, ME 04743-1643

Advanced Railcar Tooling
23321 W. 287th Street
Paola, KS 66071

Aetna
Aetna - Middletown
P.O. Box 532424
Charlotte, NC 28290-2424

Aetna Inc.
Cobra/Special Plans
P.O. Box 13050
Newark, NJ 07188-0050

Airgas East
P.O. Box 827049
Philadelphia, PA 19182-7049

Airtek
P.O. Box 466
Irwin, PA 15642

ALK Technologies
1000 Herrontown Road
Princeton, NJ 08540

Allen, Jordan
82 North Chester Road
Chester, ME 04457

Alliance Benefit Group
30100 Telegraph Road, Suite 170
Franklin, MI 48025

American Express
P.O. Box 1270
Newark, NJ 07101-1270

American Industries Midland
P.O. Box 73975
Cleveland, OH 44193

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Charleston, ME 04422

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Longueuil, QC J4G 1E5
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Segee, Carl
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Medway, ME 04460

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Sessenwein Inc.
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Dorval, PQ H9P 1J8
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Shields, Corey
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Hermon, ME 04401

Shorey, Ryan
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Dover Foxcroft, ME 04426

Short Line Data Systems
5 Westminster Place
Morristown, NJ 07960-5073

Sierra Communications, Inc.
193 Broad Street
Bangor, ME 04401

Signalisation De L'Estrié Inc.
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Sherbrooke, QC J1L 2Y8
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SimplexGrinnell
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Palatine, IL 60055-0320

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Smickle, Kevin
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Smith, Gary
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Smith, Kevin
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Speed, Kendra
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Iron Horse Park
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St. Joseph Ambulatory Care
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Succursale Centre-Ville
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Stan Campbell
Deputy Director
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Swallow's Electric, Inc.
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Telspan
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TTX Company - Agents for ADMX
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TTX Company - Agents for CSXT
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TTX Company - Agents for NS
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Vermont Electric Cooperative
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Brattleboro, VT 05302-1400

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Ville De Bromont
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Bromont, PQ J2L 1A1
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Ville De Cookshire - Eaton
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Cowansville, QC J2K 1T4
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Ville De Dunham
3777 Principale CP 70
Dunham, PQ J0E 1M0
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Farnham, PQ J2N 2H3
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Ville De Lac Brome
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Saint-Jean-Richelieu, PQ J3B 6Z8
CANADA

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Case Postale 700
Saint-Jean-Richelieu, PQ J3B 6Z8
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Watson, Ed
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Western Petroleum Company
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Western-Cullen-Hayes, Inc.
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Willey, S.
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103 Treadwell Acres
Hermon, ME 04401

Wilson, Wade Sr.
128 Five Road
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Winterport Boot Shop
Twin City Plaza
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Zwicker, Eli Jr.
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**United States Bankruptcy Court
District of Maine**

In re Montreal Maine & Atlantic Railway Ltd.

Debtor(s)

Case No.
Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Montreal Maine & Atlantic Railway Ltd. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

**Montreal, Maine & Atlantic Corporation
15 Hermon Road
Bangor, ME 04401**

None [*Check if applicable*]

August 7, 2013

Date

/s/ Roger A. Clement, Jr.

Roger A. Clement, Jr. 7421

Signature of Attorney or Litigant

Counsel for Montreal Maine & Atlantic Railway Ltd.

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